



UNITED POWER GENERATION & DISTRIBUTION COMPANY LIMITED

United House, Madani Avenue, United City, Dhaka-1212, Bangladesh,
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NOTICE OF 15th ANNUAL GENERAL MEETING

Notice is hereby given that the **15th Annual General Meeting of United Power Generation & Distribution Company Ltd. (UPGDCL)** will be held on **27 December, 2022 (Tuesday) at 11.00 a.m.** (Dhaka Time) in digital platform through the following link **<https://agmbd.live/unitedpower2022>** to transact the following businesses:

ORDINARY BUSINESS:

1. Consideration and adoption of the Directors' Report and the Audited Financial Statements for the year ended 30 June, 2022 together with the Auditors' Report thereon.
2. Approval of Dividend for the year ended 30 June, 2022 as recommended by the Board of Directors.
3. Election/Re-election of the Directors.
4. Appointment of Auditor for the year 2022-23 and fixation of their remuneration.
5. Appointment of Compliance Auditor for the year 2022-23 and fixation of their remuneration.

SPECIAL BUSINESS:

1. Consideration and approval of the **Related Party Transactions** (as disclosed in the Note 12 of the Separate and Note 11 of the Consolidated Audited Financial Statements) pursuant to the BSEC Notification No. BSEC/CMRRCD/2009-193/Admin/103 dated 5th February 2020.
2. Consideration and approval of issuance of **Corporate Guarantee** in favor of Eastern Bank Ltd on behalf of its subsidiary United Jamalpur Power Ltd. (UJPL), pursuant to the BSEC Order No. SEC/CMRRCD/2006-159/Admin/02-10 dated 10th September 2006.

Dhaka, 06-12-2022

By order of the Board
Sd/-

Mostak Ahmmed, FCA
Company Secretary

Notes:

1. Members whose name appear on the Members/Depository Register as on "**Record Date i.e. 22 November, 2022**" are eligible to attend the AGM and are also entitled to receive Dividend.
2. Pursuant to the Bangladesh Securities and Exchange Commission's Order No. SEC/SRMIC/94-231/91 dated 31st March 2021, the AGM will be virtual meeting of the Members, which will be **conducted via live webcast by using digital platform**.
3. A Member entitled to attend and vote at the AGM may appoint a Proxy to attend and vote in his/her behalf.
4. Link for joining the AGM through the given link and detail login process will be notified to the respective Member through e-mail.
5. Members will be able to submit their questions/comments and vote electronically 24 hours before commencement of the AGM and during the AGM. For logging in to the system, the Member need to put their **16-digit Beneficial Owner (BO) ID number** and other credentials as proof of their identity, by visiting the link **<https://agmbd.live/unitedpower2022>**
6. A Member entitled to attend and vote at the AGM may appoint a Proxy to attend and vote in his/her stead. The scanned copy of "Proxy Form", duly signed and affixed with BDT 20 revenue stamp must be sent through email at **mostak.ahmmed@united.com.bd ; elias@united.com.bd or atiq@united.com.bd** no later than 72 hours before commencement of the AGM.
7. Pursuant to the Bangladesh Securities and Exchange Commission (BSEC) Notification No. BSEC/CMRRCD/2006-158/208/Admin/81 dated 20th June, 2018, copy of the Annual Report will be sent to the e-mail address of the Member mentioned in their respective Beneficial Owner (BO) account maintained with the Depository based on the Record Date information.



15th AGM QR